



Michigan Department of Labor & Economic Growth  
**MICHIGAN LIQUOR CONTROL COMMISSION (MLCC)**  
7150 Harris Drive, P.O. Box 30005  
Lansing, Michigan 48909-7505

**FOR MLCC USE ONLY**

Request ID # 472440

Business ID # 1853

**LOCAL APPROVAL NOTICE**

[Authorized by MCL 436.1501]

June 6, 2008

**RECEIVED**

**TO: ROCHESTER HILLS CITY COUNCIL**  
1000 ROCHESTER HILLS DRIVE  
ROCHESTER, MI 48309-3033

**JUN 16 2008**

**ROCHESTER HILLS  
OFFICE OF THE CITY CLERK**

**APPLICANT: PALACE SPORTS & ENTERTAINMENT, INC.**

**Home Address and Telephone No. or Contact Address and Telephone No.:**

D MANAGEMENT GROUP, L.L.C., 2300 HARMON ROAD, AUBURN HILLS, MI 48326

**CONTACT: (DYKEMA GOSSETT PLLC), ATTENTION ATTORNEY SANDRA M. COTTER,  
CAPITOL VIEW, 201 TOWNSEND STREET, SUITE 900, LANSING, MI 48933 (517)374-9129**

The MLCC cannot consider the approval of an application for a new or transfer of an on-premises license without the approval of the local legislative body pursuant to the provisions of MCL 436.1501 of the Liquor Control Code of 1998. For your information, local legislative body approval is also required for DANCE, ENTERTAINMENT, DANCE-ENTERTAINMENT AND TOPLESS ACTIVITY PERMITS AND FOR OFFICIAL PERMITS FOR EXTENDED HOURS FOR DANCE AND/OR ENTERTAINMENT pursuant to the provisions of MCL 436.1916 of the Liquor Control Code of 1998.

For your convenience a resolution form is enclosed that includes a description of the licensing application requiring consideration of the local legislative body. The clerk should complete the resolution certifying that your decision of approval or disapproval of the application was made at an official meeting. **Please return the completed resolution to the MLCC as soon as possible.**

If you have any questions, please contact the On-Premises Section of the Licensing Division as (517) 636-4634.

**PLEASE COMPLETE ENCLOSED RESOLUTION AND RETURN  
TO THE LIQUOR CONTROL COMMISSION AT ABOVE ADDRESS**

**RESOLUTION**

At a \_\_\_\_\_ meeting of the \_\_\_\_\_  
(Regular or Special) (Township Board, City or Village Council)

called to order by \_\_\_\_\_ on \_\_\_\_\_ at \_\_\_\_\_ P.M.

The following resolution was offered:

Moved by \_\_\_\_\_ and supported by \_\_\_\_\_

**That the request from PALACE SPORTS & ENTERTAINMENT, INC. TO TRANSFER STOCK IN 2008 CLASS C LICENSED BUSINESS (MCL 436.1531(7); NON-TRANSFERABLE) WITH ENTERTAINMENT PERMIT, LOCATED AT OAKLAND UNIVERSITY, MEADOWBROOK MUSIC FESTIVAL, ROCHESTER HILLS, MI 48309, OAKLAND COUNTY, THRU TRANSFER OF 7,000 SHARES FROM WILLIAM DAVIDSON TO NEW STOCKHOLDER, D MANAGEMENT GROUP, L.L.C.**

be considered for \_\_\_\_\_  
(Approval or Disapproval)

**APPROVAL**

**DISAPPROVAL**

Yeas: \_\_\_\_\_

Yeas: \_\_\_\_\_

Nays: \_\_\_\_\_

Nays: \_\_\_\_\_

Absent: \_\_\_\_\_

Absent: \_\_\_\_\_

It is the consensus of this legislative body that the application be:

\_\_\_\_\_ for issuance  
(Recommended or Not Recommended)

State of Michigan \_\_\_\_\_)

County of \_\_\_\_\_)

I hereby certify that the foregoing is a true and complete copy of a resolution offered and

adopted by the \_\_\_\_\_ at a \_\_\_\_\_  
(Township Board, City or Village Council) (Regular or Special)

meeting held on \_\_\_\_\_  
(Date)

(Signed) \_\_\_\_\_  
(Township, City or Village Clerk)

SEAL

(Mailing address of Township, City or Village)

# CITY OF ROCHESTER HILLS

## CLASS C LIQUOR LICENSE APPLICATION

Date: June 24, 2008

- Stock Transfer  
 New Class C License  
 Transfer Class C License  
 Dance Permit  
 Entertainment Permit  
 Dance Entertainment Permit

Palace Sports & Entertainment, Inc. ("PSE")  
Applicant's Name: \_\_\_\_\_ Phone No. 248-377-0100  
Address: 2 Championship Dr. City Auburn Hills State MI  
Age: \_\_\_\_\_ Citizenship: \_\_\_\_\_ Date of Birth \_\_\_\_\_ Birthplace: \_\_\_\_\_  
If naturalized, year and place: \_\_\_\_\_

If a partnership, please complete the following: N/A

Partner's Name: \_\_\_\_\_ Phone No. \_\_\_\_\_  
Address: \_\_\_\_\_ City \_\_\_\_\_ State ST  
Age: \_\_\_\_\_ Citizenship: \_\_\_\_\_ Date of Birth \_\_\_\_\_ Birthplace: \_\_\_\_\_  
If naturalized, year and place: \_\_\_\_\_

Manager's Name: N/A Phone No. \_\_\_\_\_  
Address: \_\_\_\_\_ City \_\_\_\_\_ State ST  
Age: \_\_\_\_\_ Date of Birth: \_\_\_\_\_

If a corporation, the names, addresses of the officers and directors, date of birth and age of each:

William Davidson is the 40% shareholder (4,430 shares).  
D Management Group, L.L.C. is the 60% shareholder (7,000 shares)  
Officer and Directors are listed on the attached Exhibit A. All are over the  
age of 21.

Page 2  
Liquor License Application

Location of ~~Premises~~ License: Oakland University Meadow Brook Music Festival,  
Rochester Hills, MI

Does applicant presently own the premises? No

If not, name of owner of premise: Oakland University

Legal Description of Property (Sidwell #) N/A

Length of time business has been in operation: PSE was licensed at Meadow Brook on  
June 16, 1994.

Has applicant ever been convicted of a felony? Yes     No X

If convicted of felony, explain: \_\_\_\_\_

Has applicant previously applied for liquor license? Year requested: 1994 (Rochester Hills)

Location of business: Also licensed in Auburn Hills and Independence Township

Was liquor license granted: Yes

Have any of the applicants or persons listed above been convicted of a violation of federal or state law concerning the manufacture, possession or sale of alcoholic beverages? Yes     No X

Name of person \_\_\_\_\_

What is the applicant's current business? Sports and entertainment business.

Length of time in named business? PSE has operated MB for OU since 1994.

List all uses in addition to sale of alcoholic beverages: Theater and music venue.

Does applicant presently operate a restaurant? Yes     No X

Name and address of restaurant: \_\_\_\_\_

Does applicant presently hold a Class C liquor license? Yes X No    

Name and address of restaurant: The Palace of Auburn Hills, 3777 Lapeer, Auburn Hills,  
MI 48326; DTE Energy Theater, 7774 Sashabaw, Clarkston, MI 48348

List record and history of any liquor license violations by the applicant for preceding ten (10) years  
No violations at Meadow Brook. No Violations at DTE Energy Theater.

At the Palace of Auburn Hills, violations on 7-7-2000 and 11-25-2006. Both were  
resolved with MLCC.

Page 3  
Liquor License Application

Record history of any liquor license violations by the corporation or by a parent of subsidiary corporation of the applicant for the immediate preceding ten (10) years  
Addressed in previous question.

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<u>Proposed Liquor Establishment:</u>	<u>Existing Building</u>	<u>New Construction</u>
Size of Site:	Not applicable. Location is currently licensed. This matter relates to an internal stock transfer with no change in ultimate controlling person.	
Size of Building:	_____	_____
Size of Kitchen:	_____	_____
Seating Capacity:	_____	_____
Size of Dance Floor, if any:	_____	_____
Percentage of Floor Area for Dining:	_____	_____
Percentage of Floor Area for Bar:	_____	_____
Present Zoning:	_____	_____
Required Zoning:	_____	_____
Cost of Remodeling:	_____	_____
Cost of Construction:	_____	_____
Estimated Dates of Construction	Start: _____	Completion: _____
Total cost to be expended by licensee for the licensed premises: _____		
Building Plans Submitted – 3 Sets Required:	Number of Copies Enclosed: _____	
Site Plans Submitted – 6 Sets Required:	Number of Copies Enclosed: _____	
Do Site Plans show off-street parking and lighting?	Yes _____	No _____

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Describe the proposed character/type of establishment (e.g. theme, entertainment, food)

This is for the Meadow Brook Music Festival located on the Campus of Oakland University. Palace Sports and Entertainment manages the operation and is the liquor licensee. Schedule is attached. (Exhibit B)

Describe the proposed full food menu:

Concessions locations and menu document is attached. (Exhibit C)

Proposed menu attached: Yes  No

Describe the surrounding neighborhood and explain how the proposed establishment fits this location in Rochester Hills.

Meadow Brook Music Festival has been operating at Oakland University since 1964. It is a cultural attraction that serves the community and visitors to the community. It is an economic stimulus to the community.

Revenues: Provide a breakdown of the anticipated revenues from food, alcoholic beverages and other revenues (copy must be attached): Licensed establishment.

Evidence of Financial Responsibility: Not applicable. No financial consideration for stock transfer.

Amount of Funds supplied by Principals: \_\_\_\_\_

Amount of Funds to be Financed: \_\_\_\_\_

Name of Financer/Phone Number: \_\_\_\_\_

~~PERSONAL~~ References/Phone Number:  
Susan L. Greenfield, V.P. Legal  
Palace Sports & Entertainment  
(248) 377-0100

Business References/Phone Number:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Has applicant completed a certified training program? Yes \_\_\_ No \_\_\_

Have employees completed a certified training program? Yes \_\_\_ No \_\_\_

Names and addresses of those completing program

Management and staff are trained in alcoholic beverage service techniques.

Applicant understands that should any of the above information prove to be inaccurate or untruthful, it will be grounds to deny applicant's request or revoke any approvals.

I (We) Sandra M. Cotter, counsel to Palace Sports & Entertainment, Inc.  
affirm I (We) will not violate any of the laws of the State of Michigan or of the United States or any ordinances of the City of Rochester Hills in the conduct of my (our) business, and acknowledge receipt of a copy of Chapter 6, Alcoholic Liquor of the Rochester Hills Code of Ordinances.

I hereby certify the above information to be true and accurate to the best of my (our) knowledge.

\_\_\_\_\_  
Applicant Signature/Date

Sandra M Cotter 6-24-2008  
Applicant Signature/Date

Dykema Gossett  
201 Townsend, Ste 900, Lansing, MI 48933

This application is not considered complete until applicant has made contact with the Rochester Hills Contingent of the Oakland County Sheriff's Department and complied with fingerprinting and any other necessary requirements of the Oakland County Sheriff's Department.

\* Note: Due to the nature of this request, the law enforcement investigation is being conducted by the Auburn Hills Police Department. No Oakland County Sheriff review is required.

**"EXHIBIT A"**

Palace Sports & Entertainment, Inc.

Corporate Officers:

President: Thomas S. Wilson, 5 Championship Dr., Auburn Hills, MI 48326  
Secretary, VP-Legal: Susan L. Greenfield, 5 Championship Dr., Auburn Hills, MI 48326  
Treasurer: John P. O'Reilly, 5 Championship Dr., Auburn Hills, MI 48326  
Vice-President: Alan Ostfield, 5 Championship Dr., Auburn Hills, MI 48326

Directors:

Thomas S. Wilson, 5 Championship Dr., Auburn Hills, MI 48326  
Oscar Feldman, 100 Bloomfield Hills Pkwy, Bloomfield Hills, MI 48304



**PALACE SPORTS AND ENTERTAINMENT ::  
CURRENT EVENTS :: Meadow Brook Music Festival**

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**The StepCrew**

Meadow Brook Music Festival  
Friday, June 27, 2008 @ 8:00 PM  
Tickets at \$25, \$15 pavilion and \$10 lawn are on sale now. Group discounts are available.

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**Tracy Morgan**

Meadow Brook Music Festival  
Saturday, June 28, 2008 @ 8:00 PM  
Tickets at \$39.50, \$29.50 pavilion and \$10 lawn are on sale now

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**The Chronicles of Narnia - The Lion, The Witch and The Wardrobe**

Meadow Brook Music Festival  
Sunday, June 29, 2008 @ 2:00 PM  
Tickets at \$25, \$15 pavilion and \$10 lawn are on sale now. Group discounts are available.

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**The Chronicles of Narnia - The Lion, The Witch and The Wardrobe**

Meadow Brook Music Festival  
Sunday, June 29, 2008 @ 7:00 PM  
Tickets at \$25, \$15 pavilion are on sale now. Group discounts are available.

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**1964 The Tribute**

Meadow Brook Music Festival  
Thursday, July 03, 2008 @ 8:00 PM  
Tickets at \$20 pavilion and \$10 lawn are on sale now.

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**Kidz Bop Live!**

Meadow Brook Music Festival  
Tuesday, July 15, 2008 @ 2:00 PM  
Tickets at \$25, \$15 pavilion and \$10 lawn are on sale now

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**Kidz Bop Live!**

Meadow Brook Music Festival  
Tuesday, July 15, 2008 @ 7:00 PM  
Tickets at \$25, \$15 pavilion and \$10 lawn are on sale now

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**Trace Adkins wsg Kellie Pickler, Jason Michael Carroll**

Meadow Brook Music Festival  
Thursday, July 17, 2008 @ 7:30 PM  
Tickets at \$65, \$49.50 pavilion and \$22.50 lawn are on sale now

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**'Weird Al' Yankovic**

Meadow Brook Music Festival  
Friday, July 18, 2008 @ 8:00 PM  
Tickets at \$35.50 pavilion and \$18.50 lawn are on sale now

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**Crosby, Stills & Nash**

Meadow Brook Music Festival  
Saturday, July 19, 2008 @ 8:00 PM  
Tickets at \$75, \$45 pavilion and \$20 lawn are on sale now

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**Laugh-A-Palooza featuring Jon Reep**

Meadow Brook Music Festival  
Sunday, July 20, 2008 @ 7:00 PM  
Tickets at \$25 and \$19.50 pavilion and \$19.50 lawn are on sale now. Group discounts are available.

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**Live / Blues Traveler / Collective Soul**

Meadow Brook Music Festival  
Thursday, July 24, 2008 @ 6:30 PM  
Tickets at \$45, \$29.50 pavilion and \$15 lawn are on sale now

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**O.A.R.**

Meadow Brook Music Festival  
Friday, July 25, 2008 @ 7:30 PM  
Tickets at \$35.50 pavilion and \$20 lawn are on sale now

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**Detroit Symphony Orchestra: Mozart in the Meadow**

Meadow Brook Music Festival  
Saturday, July 26, 2008 @ 8:00 PM  
Tickets at \$30 pavilion and \$15 lawn are on sale now

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**The Glenn Miller Orchestra with the DSO**

Meadow Brook Music Festival  
Sunday, July 27, 2008 @ 7:30 PM  
Tickets at \$30 pavilion and \$15 lawn are on sale now

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**If You Give A Mouse A Cookie**

Meadow Brook Music Festival  
Thursday, July 31, 2008 @ 2:00 PM  
Tickets at \$35, \$25 and \$15 pavilion and \$10 lawn are on sale now

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**If You Give A Mouse A Cookie**

Meadow Brook Music Festival  
Thursday, July 31, 2008 @ 7:00 PM  
Tickets at \$35, \$25, \$15 pavilion and \$10 lawn are on sale now

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**Detroit Symphony Orchestra: Night at the Opera**

Meadow Brook Music Festival  
Friday, August 01, 2008 @ 8:00 PM  
Tickets at \$50, \$30 pavilion and \$15 lawn are on sale now

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**Detroit Symphony Orchestra: Russian Spectacular**

Meadow Brook Music Festival  
Saturday, August 02, 2008 @ 8:00 PM  
Tickets at \$50, \$30 pavilion and \$15 lawn are on sale now

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**Detroit Symphony Orchestra: Salute to Bernstein and Sondheim**

Meadow Brook Music Festival  
Sunday, August 03, 2008 @ 7:30 PM  
Tickets at \$50, \$30 pavilion and \$15 lawn are on sale now

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**Manhattan Transfer**

Meadow Brook Music Festival  
Thursday, August 07, 2008 @ 8:00 PM  
Tickets at \$32.50 pavilion and \$10 lawn are on sale now

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**Chelsea Handler**

Meadow Brook Music Festival  
Saturday, August 09, 2008 @ 8:00 PM  
Tickets at \$59.50, \$39.50, \$29.50 pavilion and \$10 lawn are on sale now

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**Brotherhood Tour: Featuring Los Lonely Boys & Los Lobos**

Meadow Brook Music Festival  
Sunday, August 10, 2008 @ 8:00 PM  
Tickets at \$32.50 pavilion and \$15 lawn are on sale now

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**Josh Turner wsg The Lost Trailers**

Meadow Brook Music Festival  
Friday, August 15, 2008 @ 8:00 PM  
Ticket at \$39.50 pavilion and \$15 lawn are on sale now

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**Chris Isaak**

Meadow Brook Music Festival  
Sunday, August 17, 2008 @ 8:00 PM  
Tickets at \$37.50 pavilion and \$15 lawn are on sale now

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**Disney Music Block Party Tour**

Meadow Brook Music Festival  
Tuesday, August 19, 2008 @ 3:30 PM  
Tickets at \$36 general admission are on sale now

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**Disney Music Block Party Tour**

Meadow Brook Music Festival  
Wednesday, August 20, 2008 @ 3:30 PM  
Tickets at \$36 general admission are on sale now

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**George Thorogood & The Destroyers and Buddy Guy**

Meadow Brook Music Festival  
Thursday, August 21, 2008 @ 8:00 PM  
Tickets at \$35 pavilion and \$15 lawn are on sale now

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**Frank Caliendo**

Meadow Brook Music Festival  
Friday, August 22, 2008 @ 8:00 PM  
Tickets at \$49.50 pavilion and \$19.50 lawn are on sale now

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**Wine & Food Festival**

Meadow Brook Music Festival  
Saturday, August 23, 2008 @ 1:00 PM  
Tickets at \$18, \$10 and \$5 are on sale now

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**Wine & Food Festival**

Meadow Brook Music Festival  
Sunday, August 24, 2008 @ 12:00 AM

Tickets at \$18, \$10 and \$5 are on sale now

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**Get Back! Cast of Beatlemania**

Meadow Brook Music Festival

Sunday, August 24, 2008 @ 7:00 PM

Tickets at \$35, \$25, \$15 pavilion and \$10 lawn are on sale now

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**Barrage 'High Strung'**

Meadow Brook Music Festival

Sunday, September 07, 2008 @ 7:00 PM

Tickets at \$39.50, \$29.50, \$19.50 pavilion and \$10 lawn are on sale now

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## **Exhibit C**

### **Meadow Brook Music Theater**

#### **Concessions locations:**

- Wild Flower Cafe & Bar - 15 service points, located stage left and portable concessions stands with 4 points of service on deck surrounding the stand.
- Note Worthy Treasures & Treats 4 -6 service points in transformed gift shop, stage left.
- Grasshoppers Outdoor Eatery and Rustic Bar 15 service points adjacent to the lawn, stage right.
- Concessions Tent located on the top of the lawn, stage left.

#### **Concession Menu Items**

##### **Beverages**

- Beer (alcoholic and non-alcoholic)
  - draft, domestic, imported and hand-crafted brews
- Wine and wine coolers
- Cocktails
- Frozen cocktails
- Fruit Juices
- Gourmet and spring waters
- Soft drinks and iced tea
- Frozen soft drinks
- Coffee and specialty coffees

##### **Food Items**

- Grilled specialties
  - hot dogs, kielbasa, chicken sandwiches, hamburgers and more
- French fries
- Deli sandwiches
- Assorted deli wrap sandwiches - NEW ITEM - (including vegetarian offerings)
- Smoked BBQ ribs - NEW ITEM
- Frozen cocktails
- Fruit Juices

##### **Snack Favorites**

- Nachos and cheese
- Popcorn
- Candies and candy bars
- Soft jumbo pretzels
- Potato chips and corn chips
- Fresh fruit

##### **Desserts**

- A variety of frozen candy bars
- Ice cream bars
- Hand-dipped ice cream
- Dippin Dots

**Jane Leslie**

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**From:** Cotter, Sandra [SCotter@dykema.com]  
**Sent:** Friday, June 20, 2008 4:32 PM  
**To:** Jane Leslie  
**Cc:** Cotter, Sandra  
**Subject:** Palace Sports & Entertainment: Liquor Control matter  
**Attachments:** Letter to Detective Damiani.pdf; PSE Ownership Chart.pdf

Dear Ms. Leslie:

I appreciate your taking time to talk with me this afternoon. As I mentioned, the Michigan Liquor Control Commission is not conducting an enforcement division investigation in relation to our request. The Commission waived the investigation.

Attached is the letter and organizational chart that I sent to Detective Craig Damiani of the Auburn Hills Police Department on June 11. My letter provides a brief description of the stock transfer and may be helpful to you.

It would be my pleasure to address any questions you or the City Attorney might have in relation to this request. My contact information is set forth below.

Best regards, Sandi

<<Letter to Detective Damiani.pdf>> <<PSE Ownership Chart.pdf>>

---

Sandra M. Cotter  
Dykema Gossett PLLC  
201 Townsend St., Suite 900  
Lansing, MI 48933  
(517) 374-9129  
(517) 374-9191 (fax)  
Administrative Assistant: Belinda Preston

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Notice from Dykema Gossett PLLC:

6/23/2008



Dykema Gossett PLLC  
Capitol View  
201 Townsend Street, Suite 900  
Lansing, MI 48933

WWW.DYKEMA.COM

Tel: (517) 374-9100

Fax: (517) 374-9191

**Sandra M. Cotter**

Direct Dial: (517) 374-9129

Email: SCOTTER@DYKEMA.COM

June 11, 2008

Via Facsimile: 248-370-9369  
and e-mail: CDamiani@auburnhills.org

Detective Craig Damiani  
Police Department  
Auburn Hills Public Safety Building  
1899 North Squirrel Road  
Auburn Hills, MI 48326

Re: Palace Sports & Entertainment, Inc. ("PSE") **MLCC Request ID#: 472440**

Pending request to transfer 7,000 shares of stock from William Davidson to  
D Management Group, L.L.C.

Dear Detective Damiani:

Thank you for taking time to speak with me this afternoon. As we discussed, PSE filed a request in April for Liquor Control Commission ("LCC") approval of a stock transfer. William Davidson, the sole stockholder of PSE, transferred 60% of his PSE shares to D Management Group, L.L.C., a Michigan limited liability company of which Mr. Davidson is the sole member.

Because the stock transfer was from Mr. Davidson to a limited liability company that Mr. Davidson is the sole member of, the LCC determined that an LCC Enforcement Division investigation was not necessary or warranted. As illustrated on the attached chart, the ultimate controlling person before the stock transfer was Mr. Davidson; he retained control after the transfer.

An Auburn Hills Police Department Report and local resolutions from the City of Auburn Hills, the City of Rochester Hills, and Independence Township are, nevertheless, required. (Only one Police Report is required and the LCC selected your department because The Palace generates more sales of alcoholic beverages than do Meadowbrook and DTE Energy Theater.)

My understanding is that there are no fingerprinting requirements inasmuch as Mr. Davidson has been fully investigated in the past. If there is anything else you require in order to complete your report, please let me know and we will quickly follow up.

California | Illinois | Michigan | Texas | Washington D.C.

LAN01\188051.J  
ID\SDM



DyKEMA

Detective Craig Damiani

June 11, 2008

Page 2

We appreciate your attention to this request and look forward to working with you.

Best regards,

DYKEMA GOSSETT PLLC



Sandra M. Cotter

Attachment

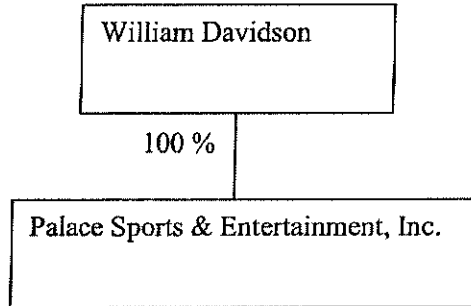
cc: Susan Greenfield (via e-mail w/att)

California | Illinois | Michigan | Texas | Washington D.C.

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ID\SDM

## Ownership of Palace Sports & Entertainment, Inc.

### Prior to Stock Transfer:



### After Stock Transfer:

